

Series II
Subjects Files,
1916-1973

Box 16, Folder 3

Articles of
Incorporation and
bylaws,
1970

0426

PROPOSED ARTICLES OF INCORPORATION

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
ARTICLES OF ASSOCIATION
(Non-Business Corporation)

Know all Men by these Presents, That we _____ all
of lawful age, hereby agree to and with each other:

FIRST. To associate ourselves together with the
intention of forming a corporation under and by virtue of
the powers conferred by Chapter 7-6 of the General Laws
of Rhode Island, as amended.

SECOND. Said Corporation shall be known by the name
of Naval War College Foundation, Inc. (hereinafter referred
to as the Corporation).

THIRD. Said Corporation is constituted for charitable
and educational purposes, specifically to solicit, receive,
and administer funds for the encouragement, support, and
furthering of the traditions of the U.S. Naval War College,
located in Newport, Rhode Island, and the capabilities of
the said U.S. Naval War College to carry out its mission
of providing advanced professional education in the science
of naval warfare and related subjects to officers of the
United States' armed forces and to selected foreign naval
officers, and for no other purposes; and to that end to
take and hold, by bequest, devise, gift, purchase, or lease
for such objects and purposes or any of them, any property,

0427

real, personal, or mixed, without limitation as to amount or value, except such limitations as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the principal or income therefrom, or both, for any of the before mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or any of them; and in general to exercise any, all, and every power which a nonbusiness, nonprofit corporation, organized under the General Laws of the State of Rhode Island and Providence Plantations for charitable and educational purposes, can be authorized to exercise, but not any other power. Nor part of the activities of this Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation.

FOURTH. Said Corporation shall be located in Newport, Rhode Island.

FIFTH. Said corporation is not organized for profit and shall have no capital stock; no part of the net

earnings thereof is to inure to the benefit of any officer, director, member, or other individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no officer, director, member, or other individual shall share in the distribution of any of the corporate assets on the dissolution of the corporation. In the event of dissolution of the Corporation, all debts of the Corporation shall first be paid. The remaining property and assets shall be paid or transferred to the Secretary of the Navy to be applied to the support of the said U.S. Naval War College.

SIXTH. Notwithstanding any other provision of these articles of incorporation, the Corporation shall not conduct or carry on any activity not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code, and its regulations as they now exist, or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such code or regulations as they now exist, or as they may hereafter be amended.

SEVENTH. The Corporation shall have a Board of Trustees, consisting of eleven members, which number may

be increased or decreased pursuant to the bylaws of the Corporation, but shall not be less than five, who shall be the directors of the Corporation, and whose duties, powers, and functions shall be defined and set forth in the bylaws of the Corporation; the Board of Trustees shall consist of the President, the Vice-President, the Secretary-Treasurer of the Corporation, and eight other trustees, and the election of said officers and other trustees shall be as provided in the bylaws of the Corporation; except that the five subscribers to these Articles shall, at the first incorporators' meeting, by majority vote, elect the initial Board of Trustees as provided herein.

EIGHTH. The corporation shall have no members other than the members of its Board of Trustees, and for the purposes of any rule of law relating to members of corporations having no capital stock, the members of its Board of Trustees shall also be taken to be members of the Corporation, and they may meet as members of the Corporation. The number of Trustees may be increased by vote of a majority of the Board of Trustees present at any meeting, notice of which shall have included notice of the proposed action. In the event of any vacancy in the Board of Trustees by resignation, death, or otherwise, a successor shall be

elected by the remaining Trustees. The Board of Trustees, by appropriate bylaws, may establish classes of "nominal members," such as "associate," "contributing," "sustaining," "life" members, etc., to encourage and recognize individual contributions to and support of the objectives of the Corporation. Consistent with the provisions of this article, no such "nominal members" shall be members of the Corporation unless elected to the Board of Trustees.

IN TESTIMONY WHEREOF, We have hereunto set our hands and stated our residences this ____ day of _____ A.C. 19 __.

NAME

RESIDENCE

(Acknowledgement)

PROPOSED BYLAWS OF NAVAL WAR COLLEGE FOUNDATION, INC.

ARTICLE I

PURPOSES

The purposes of the corporation as stated in its Articles of Corporation are:

Said Corporation is constituted for charitable and educational purposes, specifically to solicit, receive, and administer funds for the encouragement, support, and furthering of the traditions of the U.S. Naval War College, located in Newport, Rhode Island, and the capabilities of the said U.S. Naval War College to carry out its mission of providing advanced professional education in the science of naval warfare and related subjects to officers of the United States' armed forces and to selected foreign naval officers, and for no other purposes; and to that end to take and hold, by bequest, devise, gift, purchase, or lease for such objects and purposes or any of them, any property, real, personal, or mixed, without limitation as to amount or value, except such limitations as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the principal or income therefrom, or both, for any of the before mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or any of them; and in general to exercise any, all, and every power which a nonbusiness, nonprofit corporation, organized under the General Laws of the State of Rhode Island and Providence Plantations for charitable and educational purposes, can be authorized to exercise, but not any other power. Nor part of the activities of this Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation.

ARTICLE II

OFFICE

The Corporation shall have an office at Newport, Rhode Island until otherwise determined by the Board of Trustees, hereinafter referred to as the Board.

ARTICLE III

SEAL

The corporate seal shall be circular in form and shall have inscribed thereon the name of the Corporation, the year of its organization, and the words "Corporate Seal, Rhode Island." The Corporation may alter and change said seal at its pleasure. Said seal may be used by causing it or a facsimile thereof to be impressed or affixed or reproduced or otherwise.

ARTICLE IV

OFFICERS

Section 1. The Officers of the Corporation shall be a President, a Vice-President, a Secretary-Treasurer who shall also be the Executive Director, and such other officers as may be determined by the Board, and shall serve as such without

compensation. They shall be elected at the annual meeting and shall take office at the close of such meeting.

Section 2. All officers shall serve for one year or until their successors take office. Any officer may be removed from office by the Board, in its sole discretion, at any duly constituted meeting, on the affirmative vote of a majority of the members of the Board then in office.

Section 3. In the event of the death or resignation of an officer before the expiration of his term of office, or if a vacancy occurs in any office for any reason, the Board may elect a successor who shall hold office for the unexpired term.

Section 4. The officers shall perform such duties as may be assigned to them from time to time by the Board in addition to those set forth in these bylaws.

ARTICLE V

THE PRESIDENT

The President shall be the chief executive officer of the Corporation with all the powers and duties usually appertaining to such office and shall preside at meetings of the Corporation and of the Board. He shall see that all orders and resolutions of the Board are carried into effect.

ARTICLE VI

THE VICE-PRESIDENT

The Vice-President shall have such powers and perform such duties as may be from time to time delegated to him by the President or assigned to him by the Board, and, in the absence

or disability of the President, shall exercise the powers and perform the duties of the President.

ARTICLE VII

THE EXECUTIVE DIRECTOR

The Executive Director, subject to the approval of the President, shall generally supervise and direct the affairs of the Corporation. He shall have such other powers and duties as may be prescribed from time to time by the Board.

ARTICLE VIII

THE SECRETARY-TREASURER

Section 1. The Secretary-Treasurer of the Corporation shall act as Secretary of the Board. He shall issue notices for all meetings except that notice for a special meeting of the Board called at the request of two members as hereinafter provided may be issued by such members. He shall keep minutes of all meetings and shall have charge of the seal and the corporate books.

Section 2. The Secretary-Treasurer shall have the custody of all moneys and securities of the Corporation and shall keep regular books of account. The Corporation shall provide a bond to secure his faithful performance in an amount to be determined by the Board. He shall render to the Board from time to time as may be required of him an account of all his transactions as Secretary-Treasurer and of the financial condition of the Corporation. He shall perform all duties incident to his office or that are properly required of him by the Board.

Section 3. The accounts of the Corporation shall be audited annually or oftener in such manner as the Board may direct.

Section 4. The moneys of the Corporation shall be deposited in such bank or banks or trust companies as the Board shall designate and shall be drawn out only by check signed by persons designated by resolution of the Board.

ARTICLE IX

BOARD OF TRUSTEES

Section 1. As provided by paragraph SEVENTH of the Corporation's ARTICLES OF ASSOCIATION, "The Corporation shall have a Board of Trustees, consisting of eleven members, which number may be increased or decreased pursuant to the bylaws of the Corporation, but shall not be less than five, who shall be the directors of the Corporation, and whose duties, powers and functions shall be defined and set forth in the bylaws of the Corporation; the Board of Trustees shall consist of the President, the Vice-President, the Secretary-Treasurer of the Corporation and eight other trustees, and the election of said officers and other trustees shall be as provided in the bylaws of the Corporation; except that the five subscribers to these Articles shall, at the first incorporators' meeting, by majority vote, elect the initial Board of Trustees as provided herein."

Section 2. The management of the affairs, property and business of the Corporation shall be vested in the Board of Trustees consisting of eleven members.

Section 3. The members of the Board shall be those elected at the incorporators' meeting or at any subsequent meeting of the Corporation or of the Board, who continue to serve as such. A majority vote of the trustees in office shall be required for the election of any person or persons to the Board of Trustees. Any member may be removed from the Board and his membership terminated by the affirmative vote of a majority of the members of the Board then in office.

Section 4. Regular meetings of the Board may be held without notice at such place or places within or without the State of Rhode Island as the Board may from time to time designate.

Section 5. Special meetings of the Board may be called at any time by the President or the Executive Director or by any two members, to be held at Newport, Rhode Island or such other place within or without the State of Rhode Island as the Board may from time to time designate. Notice of all special meetings shall be given to each member by one week's service of the same by letter.

Section 6. The annual meeting of the Board shall be held in the Corporation's office at 12 noon on the _____ in each year unless, three days before the said _____ the Secretary-Treasurer, by notice to all members, has set some other place and time and some other day in _____ for the annual meeting, in which event the annual meeting will be held at the place and time and on the date so set. At such meetings the order of business shall be:

- (1) Reading of the minutes of the preceding meeting.
- (2) Reports of officers.
- (3) Reports of committees.
- (4) Old business.
- (5) Consideration of proposed amendments of the Articles of Incorporation or of these bylaws.
- (6) New business.
- (7) Election of new members of the Board to fill any vacancies.
- (8) Adjournment.

This order may be changed by a majority vote of the members present.

Section 7. Six members, or any number then constituting a majority of the members of the Board in office, shall be necessary at all meetings to constitute a quorum for the transaction of business; but less than a quorum may adjourn any meeting to a subsequent date and without further notice the meeting may be held on that date provided a quorum then be present.

Section 8. No member of the Board shall receive compensation for his services as such; nor shall he receive expenses of attendance at a meeting unless allowed by resolution of the Board.

Section 9. The term of office of members of the Board of Trustees shall be established by resolution of the initial Board.

ARTICLE X

COMMITTEES

Section 1. Standing Committees. There shall be an Executive Committee of the Board of Trustees, and such other standing committees as the Board may from time to time determine.

Section 2. Executive Committee. The Executive Committee shall be elected annually at the annual meeting of the Board of Trustees and shall consist of the President of the Board, the Executive Director, and three additional trustees. Three shall constitute a quorum and the Committee may act upon the majority vote of its members. The Executive Committee shall, during the intervals between the meetings of the Board of Trustees, possess and may exercise all of the powers of the Board of Trustees in the management of the Corporation in carrying out the purposes thereof, and no other purposes, except as to such matters which the Board has, by resolution, expressly reserved to it. The Executive Committee shall keep full and fair records and accounts of its proceedings and transactions. All action by the Executive Committee shall be reported to the Board of Trustees at its meeting next succeeding such action and shall be subject to revision and alteration by the Board of Trustees; provided that no rights of third persons shall be affected by any such revision or alteration.

Section 3. A vacancy occurring in the Executive Committee shall be filled by the Board of Trustees by written consent signed

by all the Trustees or vote taken at any meeting of the Board of Trustees, and any vacancy in other standing committees and miscellaneous committees shall be filled by the Executive Committee.

ARTICLE XI

MEETINGS OF THE CORPORATION

Section 1. For the purposes of any statute or rule of law which requires an annual meeting of the members of this Corporation, or any other meeting of such members or which requires the vote of such members to authorize or validate particular actions by the Corporation, every meeting of the Board shall be deemed to be also a meeting of members of this Corporation and every action taken by the Board shall be deemed to be also action taken by the members of the Corporation. Every notice given of a meeting of the Board shall be deemed to be also notice of a meeting of the members of the Corporation.

Section 2. Special meetings of the members of the Corporation may be called at any time on one week's notice to each member, by letter or telegram.

Section 3. Six members, or any number then constituting a majority of the members of the Corporation, shall constitute a quorum for the transaction of business at a meeting of the members of the Corporation; but less than a quorum may adjourn a meeting to a subsequent date when it may be held without further notice provided a quorum be then present. Every adjournment of a meeting of the Board shall be deemed to be also an adjournment of the

meeting of the members of the Corporation unless the motion for adjournment of the Board meeting expressly states to the contrary.

ARTICLE XII

AMENDMENTS

The amendment or repeal of these bylaws or any of them may be made by the Board at any regular or special meeting upon the affirmative vote of a majority of the members of the Board then in office, provided that notice of any such proposed amendment or repeal has been given in writing to each member at least five days prior to said meeting.

BYLAWS OF NAVAL WAR COLLEGE FOUNDATION, INC.

As adopted at the meeting of the
Incorporators on 15 January 1970

ARTICLE I

PURPOSES

The purposes of the corporation as stated in its Articles of Association are:

"Said Corporation is constituted for charitable and educational purposes, specifically to solicit, receive, administer and donate funds and property for the encouragement, support, and furthering of the traditions of the U.S. Naval War College, located in Newport, Rhode Island, and the capabilities of the said U.S. Naval War College to carry out its mission of providing advanced professional education in the science of naval warfare and related subjects to officers of the United States Navy, other United States armed forces and government agencies, and selected senior foreign naval officers in residence, and for the improvement and beautification of the physical facilities of the said U.S. Naval War College, and for no other purposes; and to that end to take and hold, by bequest, devise, gift, purchase, or lease for such objects and purposes or any of them, any property, real, personal, or mixed, without limitation as to amount or value, except such limitations as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the principal or income therefrom, or both, for any of the before mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or any of them; and in general to exercise those powers which Title 7, Chapter 6, of the General Laws of the State of Rhode Island and Providence Plantations authorizes a nonbusiness, nonprofit corporation to exercise, but only in furtherance of the purposes set forth in this Article, and not any other power. No part of the activities of this Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation; nor shall this Corporation participate to any extent in a political campaign for or against any candidate for public office."

ARTICLE II

OFFICE

The Corporation shall have an office at Newport, Rhode Island until otherwise determined by the Board of Trustees, hereinafter referred to as the Board.

ARTICLE III

SEAL

The corporate seal shall be circular in form and shall have inscribed thereon the name of the Corporation, the year of its organization, and the words "Corporate Seal, Rhode Island." The Corporation may alter and change said seal at its pleasure. Said seal may be used by causing it or a facsimile thereof to be impressed or affixed or reproduced or otherwise.

ARTICLE IV

MEMBERSHIP

Membership in the Corporation is open to individuals interested in the objectives for which the Corporation was incorporated and subject to election to membership by the Board of Trustees. The Board of Trustees may establish classes of members, such as "associate," "contributing," "sustaining," "life," members, etc., to encourage and recognize individual contributions to and support of the objectives of the Corporation.

ARTICLE V

BOARD OF TRUSTEES

Section 1. The Corporation shall have a Board of Trustees consisting of not less than seven nor more than fifteen members, which shall include the President, the Vice-President, and the Secretary-Treasurer of the Corporation, who shall be the directors of the Corporation. The election of said officers and other Trustees shall be as provided herein.

Section 2. The Trustees shall be elected by the members of the Corporation, to serve for a term of three years or until their successors are chosen; except that the five subscribers to these articles shall, at the first incorporators' meeting, by majority vote, elect the members of the initial Board of Trustees for such terms of office, not to exceed three years, as the incorporators shall establish.

Section 3. The control and management of the affairs, funds, and other property of the Corporation shall be vested in the Board of Trustees.

Section 4. In the event of the death or resignation of a Trustee before the expiration of his term of office, the Board may elect a temporary successor who shall serve until the next annual meeting of the Corporation, at which time the membership shall elect a permanent successor Trustee for a three-year term.

Section 5. Regular meetings of the Board may be held at such place or places within or without the State of Rhode Island as the Board may from time to time designate.

Section 6. Special meetings of the Board may be called at any time by the President or the Executive Director or by any two members, to be held at Newport, Rhode Island or such other place within or without the State or Rhode Island as the Board may from time to time designate. Special meetings of the Board of Trustees may be held upon notice by letter, telegram, cable, or radiogram, delivered for transmission not later than during the third day immediately preceding the day for such meeting, or by word of mouth, telephone, or radiophone received not later than during the second day immediately preceding the day for such meeting, upon the call of the President or Secretary of the Corporation, at any place within or without the State of Rhode Island. Notice of any other meeting of the Board of Trustees may be waived in writing signed by the person or persons entitled to such notice, whether before or after the time of such meeting, and shall be equivalent to the giving of such notice. Attendance of a Trustee at such meeting shall constitute a waiver of notice thereof, except where a Trustee attends a meeting for the express purpose of objecting to the transaction of any business, because such meeting is not lawfully convened. Neither the business to be transacted at, nor the purpose of, any meeting of the Board of Trustees need be specified in the notice, or waiver of notice, of such meeting.

Section 7. Five members, or any number then constituting a majority of the members of the Board in office, shall be necessary at all meetings to constitute a quorum for the transaction of business; but less than a quorum may adjourn any meeting to a subsequent date and without further notice the meeting may be held on that date provided a quorum then be present.

ARTICLE VI

OFFICERS

Section 1. The Officers of the Corporation shall be a President, a Vice-President, and a Secretary-Treasurer, and such other officers as may be determined by the Board. They shall be members of the Board of Trustees elected by the Board at the annual meeting and shall take office at the close of such meeting. The initial Board of Trustees shall elect officers as soon as practicable after its election.

Section 2. All officers shall serve for one year or until their successors take office. Any officer may be removed from office by the Board, in its sole discretion, at any duly constituted meeting, on the affirmative vote of a majority of the members of the Board then in office.

Section 3. In the event of the death or resignation of an officer before the expiration of his term of office, or if a vacancy occurs in any office for any reason, the Board may elect a successor who shall hold office for the unexpired term.

Section 4. The officers shall perform such duties as may be assigned to them from time to time by the Board in addition to those set forth in these bylaws.

ARTICLE VII

THE PRESIDENT

The President shall be the chief executive officer of the Corporation with all the powers and duties usually appertaining to such office and shall preside at meetings of the Corporation and of the Board. He shall see that all orders and resolutions of the Board are carried into effect.

ARTICLE VIII

THE VICE-PRESIDENT

The Vice-President shall have such powers and perform such duties as may be from time to time delegated to him by the President or assigned to him by the Board, and, in the absence or disability of the President, shall exercise the powers and perform the duties of the President.

ARTICLE IX

THE SECRETARY-TREASURER

Section 1. The Secretary-Treasurer of the Corporation shall act as Secretary of the Board. He shall issue notices for all meetings, except that notice for a special meeting of the Board called at the request of two members as hereinafter provided may be issued by such members. He shall keep minutes of all meetings and shall have charge of the seal and the corporate books.

Section 2. The Secretary-Treasurer shall have the custody of all moneys and securities of the Corporation and shall keep regular books of account. The Corporation shall provide a bond to secure his faithful performance in an amount to be determined by the Board. He shall render to the Board from time to time as may be required of him an account of all his transactions as Secretary-Treasurer and of the financial condition of the Corporation. He shall perform all duties incident to his office or that are properly required of him by the Board.

Section 3. The accounts of the Corporation shall be audited annually or oftener in such manner as the Board may direct.

Section 4. The moneys of the Corporation shall be deposited in such bank or banks or trust companies as the Board shall designate and shall be drawn out only by check signed by persons designated by resolution of the Board.

Section 5. The Secretary-Treasurer shall also be the Executive Director.

ARTICLE X

THE EXECUTIVE DIRECTOR

The Executive Director, subject to the approval of the President, shall generally supervise and direct the affairs of the Corporation. He shall have such other powers and duties as may be prescribed from time to time by the Board.

ARTICLE XI

COMMITTEES

Section 1. Nominating Committee. At least sixty days prior to the Annual Meeting, the Board of Trustees shall appoint, or may authorize the President to appoint, a Nominating Committee of at least three persons to select candidates for vacancies in the Board of Trustees incident to expiration of term of office or other reasons. The Chairman of the Nominating Committee shall present the names of candidates to the Secretary-Treasurer, who shall publish said names to the membership together with the notice of the time and place of the Annual Meeting.

Section 2. Finance Committee. The Board of Trustees may appoint, or authorize the President to appoint, a Finance Committee to consist of such number of persons as the Board of Trustees may determine advisable, to have such duties and perform such functions as the Board may deem appropriate.

Section 3. The Board of Trustees may establish such other committees as it shall, from time to time, consider appropriate.

ARTICLE XII

REGIONAL REPRESENTATIVES

Section 1. The Board of Trustees may appoint, or authorize the President to appoint, regional representatives in such places as the Board may deem appropriate.

Section 2. Each regional representative may act within his stated geographical area on behalf of the Corporation as he may be authorized by the Board.

Section 3. Such representatives shall be known as Regional Vice-Presidents of the Corporation.

ARTICLE XIII

ACCEPTANCE OF GIFTS

Section 1. Except as provided below, the Board of Trustees shall have the sole authority to accept and to reject offers of gifts, in furtherance of the purposes of the Corporation.

Section 2. All officers and employees of the Corporation are prohibited from giving to donors or prospective donors any appraisal of the value of any property which may be offered to or accepted by the Corporation.

ARTICLE XIV

MEETINGS OF THE CORPORATION

Section 1. An Annual Meeting of the Corporation shall be held during the month of June each year. Special meetings may be called by the Board of Trustees. Members shall be given three weeks advance notice of all meetings. In the case of any special meeting, the notice thereof shall state the specific reasons for such a meeting.

Section 2. A majority of the members of the Corporation shall constitute a quorum for the transaction of business at a meeting of the members of the Corporation; but less than a quorum may adjourn a meeting to a subsequent date when it may be held without further notice provided a quorum then be present.

Section 3. At any meetings of the Corporation, a member may vote in person, or by proxy executed by him in writing in the event he will not, for any reason, be personally present; such member may appoint any other as his proxy, for the purpose of establishing a quorum and for the purpose of voting on any

matter upon which the absent member might properly vote if present; such proxy shall be filed with the Secretary-Treasurer before or at the time of the meeting; and no proxy shall be valid after three months from the date of its execution.

ARTICLE XV

AMENDMENTS

The amendment or repeal of these bylaws or any of them may be made by the Board of Trustees at any regular or special meeting upon the affirmative vote of a majority of the members of the Board then in office, provided that notice of any such proposed amendment or repeal has been given in writing to each member at least ten days prior to said meeting.

NAVAL WAR COLLEGE FOUNDATION, INC.
U.S. NAVAL WAR COLLEGE
NEWPORT, R.I. 02840

22 July 1970

MEMORANDUM FOR THE BOARD OF TRUSTEES

As you recall at our 17 June 1970 meeting of the Trustees of the Naval War College Foundation, Inc., we decided to establish a "Founder Membership" to be composed of a limited number of very Navy-minded prominent and rich citizens. We did not decide on how many such individuals we would invite but we did register thoughts varying somewhere between sixty and one hundred fifty. The big question before us at present, however, is the determination of how much we should charge for a Founder Membership. At that meeting, figures of \$1,000 and \$250 were suggested and discussed, but it is not clear that the Trustees made a determination of the amount.

A few days ago, Admiral Bates discussed this matter further with Mr. Charles Adams who requested that he be addressed in writing about this as he wished to express his thoughts thereon. This seemed such a wise idea that Admiral Bates suggested that all Trustees be requested by letter to express their views, as it is very important to "get underway." This memorandum is in furtherance of that idea.

Once we have received the replies of the various Trustees we will accept the majority vote as the decision of the Trustees and will go ahead from there.

Meanwhile, we are reworking the text of the informational brochure, which was provided to you prior to the June meeting, which will accompany the invitation to membership and its basic covering letter, all three of which will be sent to you for comment shortly.

On the principle of one thing at a time, it is planned next to ask you to study the list of possible "Founder Members" (which will be sent to you shortly) and to recommend who from this list should be invited to join. Perhaps you will have some names to add. However, we are presently anxious to have your vote on the charge for a Founder Membership.

P. B. Walker
P. B. Walker
Secretary-Treasurer

0450